

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

ERIN ENERGY CORPORATION, *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 18-32106
)
) (Jointly Administered)
)

**NOTICE OF ZENITH BANK PLC'S COMPLIANCE WITH ORDER ON DEBTORS'
EMERGENCY MOTION PURSUANT TO SECTIONS 105(A) AND 362 OF THE
BANKRUPTCY CODE HOLDING ZENITH BANK PLC IN CONTEMPT FOR
VIOLATING THE AUTOMATIC STAY**
[Relates to Docket No. 237]

PLEASE TAKE NOTICE that on June 6, 2018, the Debtors filed the *Debtors' Emergency Motion for the Entry of an Order Pursuant to Sections 105(a) and 362 of the Bankruptcy Code Holding Zenith Bank PLC in Contempt for Violating the Automatic Stay* [Docket No. 178] (the "Contempt Motion").

PLEASE TAKE FURTHER NOTICE that on June 21, 2018, the Court entered its *Order on Debtors' Emergency Motion Pursuant to Sections 105(a) and 362 of the Bankruptcy Code Holding Zenith Bank PLC in Contempt for Violating the Automatic Stay* [Docket No. 237] (the "Contempt Order"). In the Contempt Order, among other things, the Court ordered that Zenith Bank PLC ("Zenith") shall have five (5) days to comply with the Contempt Order including the reversal of

- (i) the appointment of a receiver/manager over Erin Petroleum Nigeria Limited [(the "Receiver Appointment")],

¹ The last four digits of Erin Energy Corporation's ("ERN") federal tax identification number are 9798. The other Debtors in these cases are: Erin Energy Limited ("EEL"); Erin Energy Kenya Limited ("EEKL"); and Erin Petroleum Nigeria Limited ("EPNL," and together with ERN, EEL, and EEKL, the "Debtors"). The Debtors' service address is: 1330 Post Oak Blvd., Suite 2250, Houston, TX 77056.

- (ii) all lawsuit(s) and/or legal proceedings initiated against any of the Debtors or property of the estate, including the application to set aside the registration order of the Federal High Court [(the “Motion to Set Aside”)] and the collection lawsuit filed against Erin Petroleum Nigeria Limited [(the “Collection Action”), and
- (iii) any other actions taken in violation of the automatic stay.

See Contempt Order, p. 2 of 3. The Court further ordered that Zenith could purge itself of contempt and file a notice of compliance setting forth the details of all actions taken to comply with the Contempt Order.

PLEASE TAKE FURTHER NOTICE that Zenith now files the *Notice of Compliance with Contempt Order* (the “Notice of Compliance”) and states that the following actions have been taken in Zenith’s attempt to purge itself of contempt and comply with the Contempt Order, and avoid the sanctions described therein:

(i) On June 22, 2018, Zenith submitted the *Letter of Termination of Receivership Over Erin Nigeria Limited and Allied Energy PLC* (the “Letter of Termination of Receiver Appointment”). A true and correct copy of the Letter of Termination of Receiver Appointment is attached hereto as **Exhibit A**. Zenith sent the Letter of Termination of Receiver Appointment to Bashorun J.K. Randle FCA, OFR of J.K. Randle Professional Services (the “Receiver”). Zenith informed the Receiver of the termination of the receivership over ENL and Allied Energy Plc.

(ii) On June 25, 2018, Zenith filed the *Deed of Discharge of Receiver/Manager* (the “Deed of Discharge of Receiver/Manager”). A true and correct copy of the Deed of Discharge of Receiver/Manager is attached hereto as **Exhibit B**. Through the Letter of Termination of Receiver Appointment, and the Deed of Discharge of Receiver/Manager,

Zenith formally terminated the Receiver Appointment, and discharged the Receiver from such function.

(iii) On June 25, 2018, Zenith filed the *Notice of Withdrawal* (the “Notice of Withdrawal of the Motion to Set Aside”). A true and correct copy of the Notice of Withdrawal of the Motion to Set Aside is attached hereto as **Exhibit C**. Zenith filed the Notice of Withdrawal of the Motion to Set Aside in the case styled and numbered *Erin Petroleum Nigeria Limited v. All Secured and Unsecured Creditors Listed in the Service List Attached Hereto Located in the Federal Republic of Nigeria and Zenith Bank Plc*, No. FHC/L/NRJ/3/2018 before the Federal High Court of Nigeria Holden at Lagos (the “Nigeria Court”). In the Notice of Withdrawal of the Motion to Set Aside, Zenith withdrew the Motion to Set Aside. Zenith also served the Withdrawal of the Motion to Set Aside on EPNL.

(iv) On June 25, 2018, Zenith filed the *Notice of Discontinuance* (the “the Notice of Discontinuance of the Collection Action”). A true and correct copy of the Notice of Discontinuance of the Collection Action is attached hereto as **Exhibit D**. Zenith filed the Notice of Discontinuance of the Collection Action in the case styled and numbered *Zenith Bank Plc v. Erin Petroleum Nigeria Limited-in-Receivership*, et al., No. FHC/L/CS/1024/2018 in the Nigeria Court. In the Notice of Discontinuance of the Collection Action, Zenith discontinued its pursuit of the Collection Action.

PLEASE TAKE FURTHER NOTICE that in further support of items (i) through (iv) above, Zenith also submits the *Affidavit of Facts* sworn by Bosah Joseph Okonya, counsel for Zenith in Nigeria (the “Okonya Affidavit”). A true and correct copy of the Okonya Affidavit is attached here to as **Exhibit E**.

PLEASE TAKE FURTHER NOTICE that nothing in this Notice of Compliance waives any right of Zenith to seek further relief in this Court.

PLEASE TAKE FURTHER NOTICE that pursuant to the Contempt Order, Zenith must pay “the Debtors’ cost of bringing the [Contempt] Motion.” *See* Contempt Order, p. 3 of 3. Accordingly, Zenith requests that the Debtors provide Zenith’s undersigned counsel with “a bill of cost for payment.” *See id.*

PLEASE TAKE FURTHER NOTICE that Zenith believes it has complied with the Contempt Order by filing this Notice of Compliance, the Letter of Termination of Receiver Appointment, the Deed of Discharge of Receiver/Manager, the Notice of Withdrawal of the Motion to Set Aside, and the Notice of Discontinuance of the Collection Action.

DATED: June 26, 2018

Respectfully submitted,

HAYNES AND BOONE, LLP

By: /s/ Charles A. Beckham, Jr.

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COUNSEL FOR ZENITH BANK PLC.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing pleading was served by electronic mail via the Court's ECF system to all parties authorized to receive electronic notice in this case on June 26, 2018.

/s/ Charles A. Beckham, Jr.
Charles A. Beckham, Jr.